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3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89169-5996
Facsimile (702) 949-8321
Telephone (702) 949-8320

Susan M. Freeman AZ State Bar No. 004199
Email: sfreeman@lrlaw.com
Rob Charles NV State Bar No. 006593
Email: rcharles@lrlaw.com
John Hinderaker AZ State Bar No. 018024
Email: jhinderaker@lrlaw.com

Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

USA CAPITAL REALTY ADVISORS,
LLC,¹

USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED
FUND, LLC,²

USA SECURITIES, LLC,³
Debtors.

Affects:

- ☐ All Debtors
☒ USA Commercial Mortgage Company
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA Capital First Trust Deed Fund, LLC
☐ USA Securities, LLC

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR¹
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR²
Case No. BK-S-06-10729-LBR³

CHAPTER 11

Jointly Administered Under Case No.
BK-S-06-10725 LBR

**DECLARATION OF EDWARD M.
BURR IN SUPPORT OF
NINETEENTH OMNIBUS
OBJECTION OF THE USACM
LIQUIDATING TRUST TO PROOFS
OF CLAIM FOR LACK OF
DOCUMENTATION WITH
CERTIFICATE OF SERVICE**

Date of Hearing: August 21, 2009
Time of Hearing: 9:30 a.m.

I, Edward M. Burr, hereby declare under penalty of perjury that:

1. I am a principal with Sierra Consulting Group, LLC ("Sierra"). Sierra is one
of the leading providers of restructuring advisory and litigation support services in the

¹ This bankruptcy case was closed on September 23, 2008.

² This bankruptcy case was closed on October 12, 2007.

³ This bankruptcy case was closed on December 26, 2007.

1 Southwest. Sierra is a leading national consulting firm comprised of experienced CPAs
2 and other financial professionals.

3 2. I submit this declaration on behalf of the USACM Liquidating Trust's
4 Objections to Proofs of Claim filed this date.

5 3. This Court approved the Official Committee of Unsecured Creditors of USA
6 Commercial Mortgage Company's ("Committee") appointment of Sierra as financial
7 advisers on August 11, 2006. From that date to the Effective Date of the Debtors'
8 confirmed Plan of Reorganization, I have assisted the Committee in analyzing facts
9 concerning these jointly administered bankruptcy cases. As of the Effective Date of the
10 confirmed Plan of Reorganization, Sierra has been retained by the USACM Liquidating
11 Trust to investigate and reconcile the claims against the USA Commercial Mortgage
12 Company ("USACM") estate.

13 4. I make the following declaration based upon my personal knowledge, and
14 upon the records of the Debtors described in this declaration, including Debtors' original
15 and amended schedules of liabilities and the proofs of claim described herein, as well as
16 Debtors' accounting records.

17 5. On March 12, 2007 Effective Date of the Plan, the USACM Liquidating
18 Trust succeeded to USACM's rights with respect to books and records.

19 6. Sierra has been working closely with both the Trustee for the USACM
20 Liquidating Trust and Development Specialist Inc. ("DSI"), the Trustee's financial
21 advisor, in evaluating all of the claims that were filed in the USACM estate.

22 7. The claims listed on **Exhibit A** were originally filed in case BK-S-06-
23 10728-LBR, (the "FTDF Case"). On December 27, 2006 The Official Committee of
24 Equity Security Holders of USA Capital First Trust Deed Fund, LLC filed a second
25 omnibus objection (DE 2285) to the proofs of claims listed in **Exhibit A** as having been
26 erroneously filed against USA Capital First Trust Deed Fund (the "FTDF") and that the

1 FTDF has no liability on account of such claims. On February 07, 2007 the objection was
2 granted (DE 2711) and the claims listed on Exhibit A were deemed disallowed in the
3 FTDF Case; it was further ordered to the extent that the claims were not timely filed in
4 case BK-S-06-10725-LBR (the "USACM Case"), the claims shall be deemed to have been
5 filed in the USACM Case, as of the date such Claims were filed in the FTDF Case,
6 without prejudice to the rights of any party to object or otherwise respond to such Claims.

7 8. Upon reviewing the proofs of claim listed on Exhibit A, the USACM Trust
8 determined that the claimants did not provided sufficient documentation or explanation in
9 the proof of claim to determine the basis of the claims.

10
11 /s/ Edward M. Burr

12 Edward M. Burr
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LEWIS
AND
ROCA
LLP
LAWYERS

1 Copy of the foregoing mailed by first class
2 Postage prepaid U.S. Mail on
3 July 22, 2009 to:

4 All parties in interest listed on
5 Exhibit A attached.

6 s/ Renee L. Creswell
7 Renee L. Creswell
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